

**John F. McHugh**  
Attorney at Law  
6 Water Street, Suite 401  
New York, NY 10004

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SURFACE  
TRANSPORTATION BOARD

Of Counsel  
**W. Patrick Quast**  
P.O. Box 444  
20 Harrison St.  
Waldwick, N.J. 07463  
201-444-5990  
Fax 201-444-5094

July 30, 2010

The Honorable Ann K. Quinlan  
Acting Secretary  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423

FD 35398

Swanson Rail Transfer, Lease  
BDB Acquisition  
DeMento Continue in Control

Dear Acting Secretary Quinlan:

Enclosed please find three Notices of Exemption related to the development of a transload and transportation operation on a former railroad yard property in Philadelphia. The first is to retroactively approve the sale of the property by Conrail to BDB Company, a Pennsylvania general partnership of which B. Robert DeMento and Baggio Herman DeMento are the partners. The second is to approve the lease of the property to Swanson Rail Transfer, a Pennsylvania Limited Partnership which is controlled by the DeMento brothers. The final is to allow the DeMento brothers to continue in control of both BDB and Swanson.

There is a loose original and eleven stapled copies of each notice of exemption. There is no CD disk as we have been unable to scan the exhibits and in color and black and white the maps are not legible. Also enclosed, please find two checks for \$1,800 for the filing fees for the acquisition and the lease and \$1,700 for the continue in control. Please note that this transaction does not seek a land use permit as to the extent the carrier to be formed will handle waste it has been fully permitted by the State.

Should there be any problems with these submissions please call me.

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**Thank you for your attention to this matter.**

**Very truly yours,**

**John F. McHugh**

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BEFORE THE  
SURFACE TRANSPORTATION BOARD

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FINANCE DOCKET NO. 35398

**BDB COMPANY ACQUISITION, ACTIVE RAIL PROPERTY-  
CONSOLIDATED RAIL CORPORATION**

**NOTICE OF EXEMPTION**

ENTERED  
Office of the Secretary

AUG - 2 2010

Part of  
Public Record

a. BDB Company (hereinafter "BDB"), a non carrier, a general partnership formed under the laws of Pennsylvania with an address at 225 North Olive Street, Media, Pennsylvania 19063, comprised of two individual partners, B. Robert DeMento, Jr. and Baggio Herman DeMento, has filed a notice of exemption pursuant to 49 CFR §1150.31 for retroactive approval of the acquisition of railway terminal lands from Consolidated Rail Corporation (hereinafter "Conrail"), a common carrier, within the City of Philadelphia, PA. The Property was purchased from Conrail by BDB in April, 2005 for the purpose of developing a common carrier truck-rail transfer facility, which facility to the extent it will handle waste products, has been fully licensed by the State of Pennsylvania and will not seek land use permits.. Beyond the transloading activity BDB will provide common carrier rail transportation services to the general public in rail cars it owns or controls.

b. BDB is represented in this matter by John F. McHugh, Esq. 6 Water Street, New York, N.Y. 10004, 212-483-0875, Fax 212-483-0875.

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c. BDB entered into a sales agreement with Conrail wherein BDB acquired title to the property in issue and a track maintenance agreement with Conrail with the intention of maintaining a certain industrial siding (Service Track) which is on the property so as to continue to provide rail service as requested by Philadelphia Southeast Wastewater Treatment Plant ("PSEWTP");

1. The Property is a parcel of land formerly used as a railway yard, known as the Swanson Rail Yard, running between Pattison Avenue, and a Delaware River Port Authority right of way which is used for the Walt Whitman Bridge approach which carries Interstate 76, all within the City of Philadelphia.

2. The Property is approximately 159.54 feet wide (East/West) and approximately 2,063 feet long (North/South). The land is somewhat narrower at the north end since it does not include land under Conrail's Through Track, described in paragraph 4, below. The Property is adjacent Conrail's Swanson Street Lead track which is west of the Property, which was formerly part of the Philadelphia Belt Line Railroad which lead serves a rail yard immediately north of the Property (the "Through Track") (Swanson Street is a street stricken from the City of Philadelphia Map and is now a water main and drainage easement which runs along the westerly side of the lands in issue).

3. The Swanson Street Lead begins at a switch in the Delaware Extension Yard Track, Conrail Line Code 1143 (also referred to as the Delaware Extension) at Milepost 7.5, which switch is located about 750 feet south and west of the south western corner of the Property.

4. The Property contains a service track, above mentioned, which runs from the Swanson Street Lead to the PSEWTP adjacent to and east of the Property. The Service Track is connected to the Swanson Street Lead approximately 2,400 feet north and east,

along the Swanson Street Lead from Delaware Extension MP 7.5. The Service Track crosses the Property on a diagonal from northwest to southeast. BDB will continue to provide rail service as requested by PSEWTP.

5. All yard track had been removed prior to BDB's acquisition.

d. The name of the rail service operator will be BDB Company.

e. BDB will be a common carrier.

1. No prior carrier provided common carrier transloading services on this property.

The address of the common carrier which last provided service on the Service

Track is: Conrail, 1000 Howard Blvd., Mt. Laurel, NJ 08054.

2. The main track to be operated on the Property will be confined to the State of Pennsylvania, City of Philadelphia and run: (a) from the property line separating the Property from Conrail's Through Track at Pattison Avenue in Philadelphia, PA; (b) along, parallel to and east of the Swanson Street Lead; (c) to the Delaware River Port Authority right of way (Walt Whitman Bridge approach/Interstate 76).

3. As of the date of the transaction here in question there was no operating track on the premises other than the service track which is approximately 1,300 feet.

There are no mileposts on this line.

4. Neither construction nor operation, other than that on the service track by Conrail at the request of PSEWTP will commence before:

(i) receipt of operating authority herein requested;

- (ii) receipt of authority to construct the needed rail infrastructure, including an interchange with Conrail on the Swanson Street Lead which application will be filed upon;
- (iii) completion and approval of an environmental review by the Federal Railway Administration and by this Board;
- (iv) approval of financing;

Transloading operations cannot commence until completion of construction.

- f. A map of the Property.



**→ North**


**A second map showing a wider area is attached hereto as Exhibit A**

- g. Applicant certifies that its projected revenues of BDB will not exceed five million dollars.
- h. This transaction will not displace any railroad employees. Thus, no labor protection is required pursuant to 49 U.S.C. §11326(c).

i. This transaction qualifies for classification under 49 C.F.R. §1105.6(c)(2) as it does not contemplate any change in current operations on or status of the property as an empty lot. Any such change must be pre-approved by this Board in a separate proceeding with an environmental assessment. Therefore, neither an Environmental Report nor a Historic Report is required at this time..

Dated, New York, N.Y.  
July 29, 2010

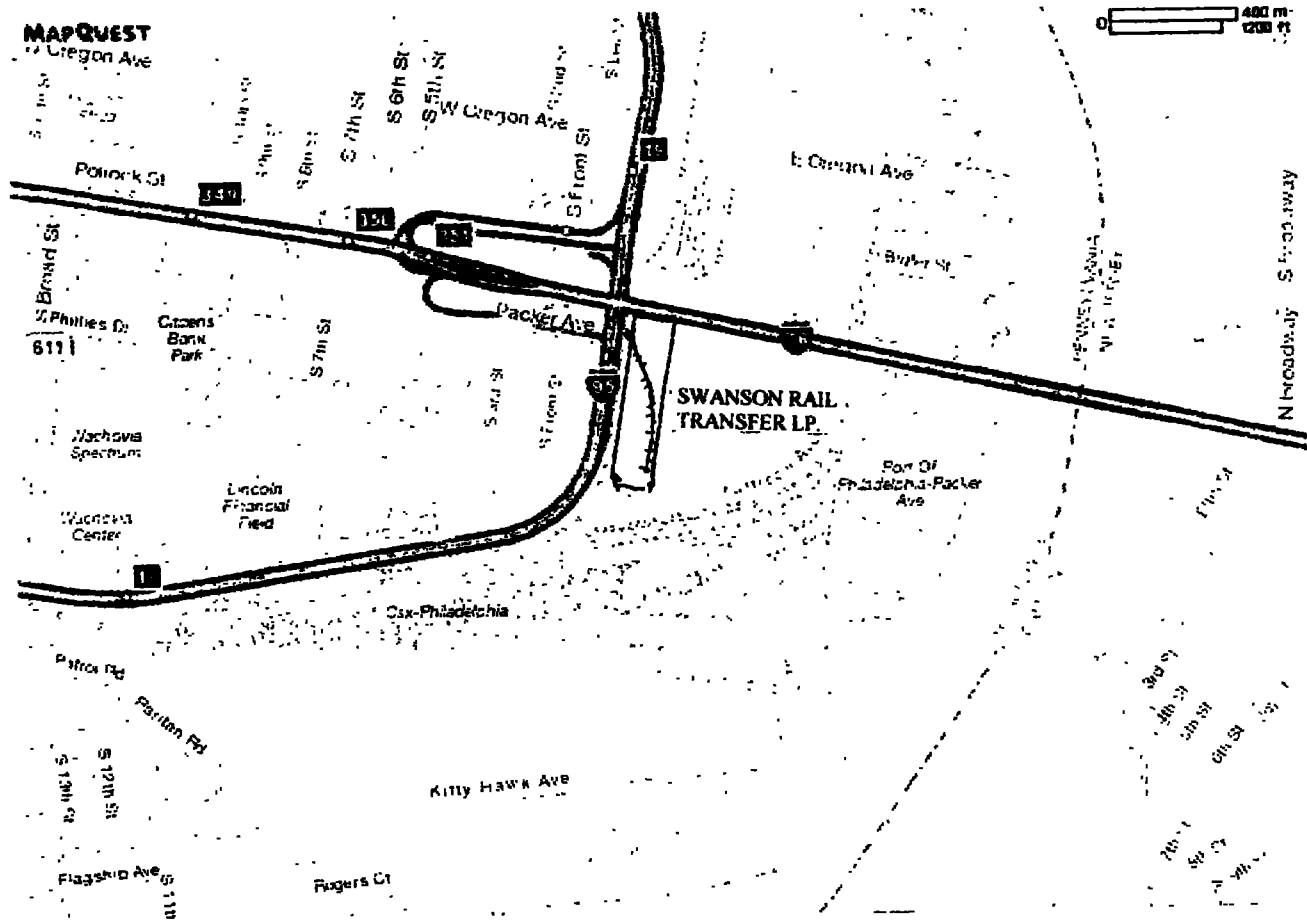
Respectfully Submitted,



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John F. McHugh  
6 Water Street  
New York, N.Y. 10004  
212-483-0875

# EXHIBIT A





## VERIFICATION

John F. McHugh declares pursuant to 28 U.S.C. §1746 that he is the attorney for BDB Company and is authorized to make this declaration, and knows the representations hereinabove made in this Notice of Exemption are correct from his own knowledge and/or that he believes the information provided to be correct based upon the information known.

The undersigned declares under penalty of perjury that the forgoing is true.

Dated, New York, N.Y.

July \_\_, 2010



**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35398

**BDB COMPANY ACQUISITION, ACTIVE RAIL PROPERTY-  
CONSOLIDATED RAIL CORPORATION**

**NOTICE OF EXEMPTION  
CAPTION SUMMARY**

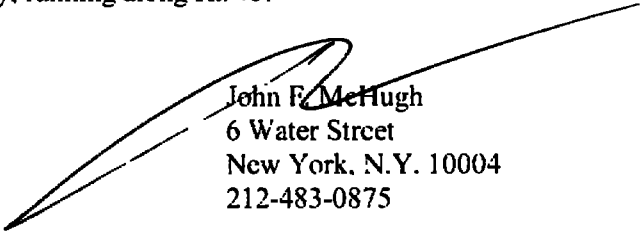
BDB Company (hereinafter "BDB"), a non carrier, a general partnership formed under the laws of Pennsylvania with an address at 225 North Olive Street, Media, Pennsylvania 19063, has filed a notice of exemption pursuant to 49 CFR §1150.31 for retroactive approval of the acquisition of railway terminal lands from Consolidated Rail Corporation (hereinafter "Conrail"), a common carrier, within the City of Philadelphia, PA. The Property was purchased from Conrail by BDB in April, 2005 for the purpose of developing a common carrier truck-rail transfer facility and associated rail common carrier service, which facility, to the extent it will handle waste products, has been fully licensed by the State of Pennsylvania. The Property is a parcel of land formerly known as the Swanson Rail Yard, running between Pattison Avenue, and a Delaware River Port Authority right of way which is used for the Walt Whitman Bridge approach which carries Interstate 76, all within the City of Philadelphia. The property lies about 25 feet west of Route 95 and is

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approximately 159.54 feet wide (East/West) and approximately 2.063 feet long (North/South). The Property is adjacent Conrail's Swanson Street Lead track which is West of the Property, running along Rt. 95.

Dated, New York, N.Y.  
July 29, 2010



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